

Exhibit B

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

NEIMAN MARCUS GROUP LTD LLC, *et al.*,¹

Reorganized Debtors.

)
)
) Chapter 11
)
) Case No. 20-32519 (DRJ)
)
) (Jointly Administered)
)

**ORDER SUSTAINING LIQUIDATING TRUSTEE'S
NINETEENTH OMNIBUS OBJECTION TO CLAIMS (RESOLVED CLAIMS)**

(Related Docket No. _____)

Upon the Objection² of the Liquidating Trustee seeking entry of an order (the "Order") disallowing and expunging the claims identified on **Schedule 1** attached hereto, it is **HEREBY ORDERED THAT:**

1. The Objection is sustained as set forth herein.
2. Each claim identified on **Schedule 1** to this Order is disallowed in its entirety as identified on **Schedule 1** to this Order.

¹ The Reorganized Debtors in these chapter 11 cases, along with the last four digits of each Reorganized Debtor's federal tax identification number, are: Neiman Marcus Group LTD LLC (9435); Bergdorf Goodman Inc. (5530); Bergdorf Graphics, Inc. (9271); BG Productions, Inc. (3650); Mariposa Borrower, Inc. (9015); Mariposa Intermediate Holdings LLC (5829); NEMA Beverage Corporation (3412); NEMA Beverage Holding Corporation (9264); NEMA Beverage Parent Corporation (9262); NM Bermuda, LLC (2943); NM Financial Services, Inc. (2446); NM Nevada Trust (3700); NMG California Salon LLC (9242); NMG Florida Salon LLC (9269); NMG Global Mobility, Inc. (0664); NMG Notes PropCo LLC (1102); NMG Salon Holdings LLC (5236); NMG Salons LLC (1570); NMG Term Loan PropCo LLC (0786); NMG Texas Salon LLC (0318); NMGP, LLC (1558); The Neiman Marcus Group LLC (9509); The NMG Subsidiary LLC (6074); and Worth Avenue Leasing Company (5996). The Reorganized Debtors' service address is: One Marcus Square, 1618 Main Street, Dallas, Texas 75201.

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the *Liquidating Trustee's Nineteenth Omnibus Objection to Claims (Resolved Claims)*.

3. Bankruptcy Management Solutions, Inc. d/b/a Stretto (“Stretto”) is authorized and directed to update the claims register maintained in these chapter 11 cases to reflect the relief granted in this Order.

4. Each claim and the objections by the Liquidating Trustee to each claim identified in **Schedule 1** constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order will be deemed a separate order with respect to each claim identified on **Schedule 1**.

5. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (a) an admission as to the validity of any prepetition claim against a Debtor entity or such Debtor entity’s estate; (b) a waiver of any party’s right to dispute any prepetition claim on any grounds; (c) a promise or requirement to pay any prepetition claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Objection or any order granting the relief requested by this Objection; (e) a request or authorization to assume any prepetition agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; or (f) a waiver of the Liquidating Trustee’s rights under the Bankruptcy Code or any other applicable law.

6. The terms and conditions of this Order will be immediately effective and enforceable upon its entry.

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7. The Liquidating Trustee, Stretto, and the Clerk of the Court are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Objection.

8. This Court shall retain exclusive jurisdiction to resolve any dispute arising from or related to this Order.

Date: _____, 2021

THE HONORABLE DAVID R. JONES
CHIEF UNITED STATES BANKRUPTCY
JUDGE

Schedule 1

Ref #	Name of Claimant	Debtor Name	Schedule / Claim #	Date Filed	Claim Amounts	Allowed Claim Amount	Reason for Objection
1	360I LLC	The Neiman Marcus Group LLC	2052	7/20/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$347,475.99 Total: \$347,475.99	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
2	ACCERTIFY, INC	The Neiman Marcus Group LLC	1859	7/16/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$96,695.27 Total: \$96,695.27	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
3	ADOBE INC.	Neiman Marcus Group LTD LLC	1385	6/24/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$120,256.48 Total: \$120,256.48	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
4	ALORICA INC.	Neiman Marcus Group LTD LLC	785	5/22/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$748,495.03 Total: \$748,495.03	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
5	AMAZON WEB SERVICES, INC.	The Neiman Marcus Group LLC	2198	7/20/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$988,124.54 Total: \$988,124.54	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
6	AMERICAN EXPRESS TRAVEL RELATED SERVICES CO, INC	The Neiman Marcus Group LLC	1626	7/14/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$532.62 Total: \$532.62	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
7	AVERY DENNISON	The Neiman Marcus Group LLC	219531		Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$50,993.77 Total: \$50,993.77	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
8	BARRACUDA NETWORKS INC.	The Neiman Marcus Group LLC	1701	7/15/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$128,107.62 Total: \$128,107.62	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
9	BINARY TREE INC	The Neiman Marcus Group LLC	219626		Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$800.00 Total: \$800.00	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
10	CHANEL, INC.	The Neiman Marcus Group LLC	2245	7/20/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$11,253,513.88 Total: \$11,253,513.88	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
11	CHANEL, INC.	Bergdorf Goodman Inc.	2243	7/20/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$3,121,578.36 Total: \$3,121,578.36	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved

Ref #	Name of Claimant	Debtor Name	Schedule / Claim #	Date Filed	Claim Amounts	Allowed Claim Amount	Reason for Objection
12	CHECKPOINT SYSTEMS INC	The Neiman Marcus Group LLC	219812		Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$1,253.81 Total: \$1,253.81	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
13	EQUIFAX CHECK SERVICES LLC	The Neiman Marcus Group LLC	220196		Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$23,151.74 Total: \$23,151.74	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
14	EVERGAGE, INC.	Neiman Marcus Group LTD LLC	689	5/20/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$246,094.39 Total: \$246,094.39	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
15	FORBES TAUBMAN ORLANDO LLC	The Neiman Marcus Group LLC	220299		Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$7,500.00 Total: \$7,500.00	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
16	IPROSPECT.COM, INC.	The Neiman Marcus Group LLC	2296	7/20/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$232,072.08 Total: \$232,072.08	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
17	JP MORGAN PCARD	The Neiman Marcus Group LLC	220746		Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$278,383.55 Total: \$278,383.55	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
18	MATTHEWS INTERNATIONAL	Neiman Marcus Group LTD LLC	1448	7/1/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$220.00 Total: \$220.00	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
19	NIAGARA BOTTLING LLC	The Neiman Marcus Group LLC	221278		Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$36,172.80 Total: \$36,172.80	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
20	NICKLAS ASSOCIATES D/B/A THE BOSS GROUP	Neiman Marcus Group LTD LLC	1392	6/25/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$22,515.97 Total: \$22,515.97	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
21	OAKBROOK SHOPPING CENTER LLC	The Neiman Marcus Group LLC	221314		Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$116,895.54 Total: \$116,895.54	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
22	RYAN, LLC	Neiman Marcus Group LTD LLC	2284	7/20/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$84,342.23 Total: \$84,342.23	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved

Ref #	Name of Claimant	Debtor Name	Schedule / Claim #	Date Filed	Claim Amounts	Allowed Claim Amount	Reason for Objection
23	TALX CORPORATION	The Neiman Marcus Group LLC	221978		Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$86,033.33 Total: \$86,033.33	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
24	TALX UC EXPRESS	The Neiman Marcus Group LLC	221979		Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$9,909.56 Total: \$9,909.56	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
25	TAMPA WESTSHORE ASSOCIATES LIMITED PARTNERSHIP	Neiman Marcus Group LTD LLC	1767	7/17/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$40,013.16 Total: \$40,013.16	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
26	TAUBMAN CHERRY CREEK SHOPPING CENTER, L.L.C.	Neiman Marcus Group LTD LLC	1766	7/17/2020	Administrative: \$2,771.72 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$279,364.66 Total: \$282,136.38	Administrative: \$2,771.72 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$2,771.72	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
27	THE HOME DEPOT PRO	The Neiman Marcus Group LLC	222043		Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$3,508.95 Total: \$3,508.95	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
28	THE IRVINE COMPANY LLC	The Neiman Marcus Group LLC	1537	7/8/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$785,753.46 Total: \$785,753.46	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
29	THE IRVINE COMPANY LLC	The Neiman Marcus Group LLC	1539	7/8/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$20,758.08 Total: \$20,758.08	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
30	THOMSON REUTERS TAX & ACCOUNTING INC	The Neiman Marcus Group LLC	222080		Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$708.42 Total: \$708.42	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
31	TM WILLOW BEND SHOPS LP	Neiman Marcus Group LTD LLC	2533	7/24/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$27,726.14 Total: \$27,726.14	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
32	TOPANGA LP	The Neiman Marcus Group LLC	222108		Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$96,255.22 Total: \$96,255.22	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
33	TYSONS GALLERIA LLC	The Neiman Marcus Group LLC	222161		Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$13,303.32 Total: \$13,303.32	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved

Ref #	Name of Claimant	Debtor Name	Schedule / Claim #	Date Filed	Claim Amounts	Allowed Claim Amount	Reason for Objection
34	TYSONS II PROPERTY OWNERS ASSOC INC	The Neiman Marcus Group LLC	222162		Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$175.92 Total: \$175.92	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
35	WESTFIELD GARDEN STATE PLAZA LIMITED PARTNERSHIP	The Neiman Marcus Group LLC	2453	7/20/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$59,638.24 Total: \$59,638.24	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
36	WESTFIELD TOPANGA OWNER LLC	The Neiman Marcus Group LLC	2451	7/20/2020	Administrative: \$39,610.11 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$53,263.84 Total: \$92,873.95	Administrative: \$39,610.11 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$39,610.11	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved
37	ZEBRA TECHNOLOGIES INTERNATIONAL, LLC.	Neiman Marcus Group LTD LLC	1179	6/10/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$13,707.54 Total: \$13,707.54	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$0.00 Total: \$0.00	Expunge general unsecured amounts as the Debtors are not liable because the claim has been resolved